




MEMORANDUM

		Agenda Item No. 7(C)
		(Second Reading 12-18-12)
TO:	Honorable Vice Chairwoman Audrey M. Edmonson and Members, Board of County Commissioners	DATE: July 3, 2012
FROM:	R. A. Cuevas, Jr. County Attorney	SUBJECT: Ordinance amending Chapter 25A of the Code relating to reducing voting membership of the Board of Trustees of the Public Health Trust from seventeen (17) to seven (7) members

The accompanying ordinance was prepared and placed on the agenda at the request of Prime Sponsor Chairman Joe A. Martinez and Co-Sponsors Commissioner Lynda Bell, Commissioner Esteban L. Bovo, Jr., Commissioner Jose "Pepe" Diaz, Commissioner Barbara J. Jordan, and Commissioner Rebeca Sosa.



R. A. Cuevas, Jr.
County Attorney


RAC/cp

Memorandum



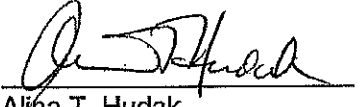
Date: December 18, 2012

To: Honorable Vice Chairwoman Audrey M. Edmonson
and Members, Board of County Commissioners

From: Carlos A. Gimenez
Mayor 

Subject: Ordinance Reducing Voting Membership of the Board of Trustees of the Public Health Trust

The proposed ordinance amends Chapter 25A of the Code, reducing the voting membership of the Board of Trustees of the Public Health Trust (PHT) from seventeen (17) to seven (7) members, deleting the ex officio member classification, and provides for a transition process from the Financial Recovery Board to the reestablished Board of Trustees. The implementation of this ordinance will not have a fiscal impact to the County.


Alina T. Hudak
Deputy Mayor/County Manager

Fis8412



MEMORANDUM

(Revised)

TO: Honorable Vice Chairwoman Audrey M. Edmonson
and Members, Board of County Commissioners

DATE: December 18, 2012

FROM: R. A. Cuevas, Jr.
County Attorney

SUBJECT: Agenda Item No. 7(C)

Please note any items checked.

- ☐ "3-Day Rule" for committees applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Ordinance creating a new board requires detailed County Mayor's report for public hearing
- ☐ No committee review
- ☐ Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous ____) to approve
- ☐ Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 7(C)
12-18-12

ORDINANCE NO. _____

ORDINANCE AMENDING CHAPTER 25A OF THE CODE OF MIAMI-DADE COUNTY, FLORIDA RELATING TO REDUCING VOTING MEMBERSHIP OF THE BOARD OF TRUSTEES OF THE PUBLIC HEALTH TRUST FROM SEVENTEEN (17) TO SEVEN (7) MEMBERS; DELETING EX OFFICIO MEMBER CLASSIFICATION; AND PROVIDING FOR TRANSITION FROM THE FINANCIAL RECOVERY BOARD TO THE REESTABLISHED BOARD OF TRUSTEES; PROVIDING SEVERABILITY, INCLUSION IN THE CODE, AND AN EFFECTIVE DATE

**BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF
MIAMI-DADE COUNTY, FLORIDA:**

Section 1. Section 25A-3 of the Code of Miami-Dade County, Florida, is hereby amended to read as follows:¹

Sec. 25A-3. Governing body.

* * *

(a) *Composition.* The governing body of the Trust shall be a Board of Trustees composed of seven~~teen~~ ~~(17)~~ voting members none of whom shall be employees of the Trust. >>Provided further that, if required by applicable law, regulation, or accreditation body, the governing body shall include at least one (1) member who is a physician authorized to practice medicine in the State of Florida.<<~~[[The voting membership shall include a member of the University of Miami Board of Trustees and a member of Florida International University Board of Trustees. In addition, the voting membership shall include the Chairperson of~~

¹ Words stricken through and/or ~~[[double bracketed]]~~ shall be deleted. Words underscored and/or >>double arrowed<< constitute the amendment proposed. Remaining provisions are now in effect and remain unchanged.

~~the Board of County Commissioners and a Commissioner designated by the Chairperson, or, alternatively, in his or her discretion, the Chairperson of the Board of County Commissioners may designate two (2) Commissioners to serve as voting members.]]~~ The ~~[[remaining]]~~ voting membership shall be selected in accordance with Section 25A-3(d).

~~[[Additionally, the following shall be non-voting, ex-officio members of the Board of Trustees: the Director, Office of Countywide Healthcare Planning; the Senior Vice President of Medical Affairs; Dean, University of Miami School of Medicine; Dean, Florida International University School of Medicine; the Senior Vice President of Patient Care Services; Dean, University of Miami School of Nursing; the President of the Public Health Trust Medical Staff; and one of the Presidents from the local collective bargaining units representing employees of the Trust, who shall be selected by all such unit Presidents.]]~~

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(d) *Appointment and removal of Trustees.* >>Five (5)
<<Voting Trustees shall be appointed by resolution of the Board of County Commissioners after having been selected by the Commission from persons nominated by a Nominating Council established and described herein. >>Prior to September 1st of each year, the Nominating Council shall submit to the Commission a list of nominees containing a total number of names which is equal to one (1) nominee for each vacancy on the Board of Trustees plus two (2) additional nominees. The Commission shall select and appoint the voting Trustees from the list of nominees submitted by the Nominating Council. The Nominating Council shall select each nominee by individual majority vote. In the event of a tie vote, the candidate shall not be designated as a nominee.

(1) <<The Nominating Council, hereinafter known as the Public Health Trust Nominating Council, shall be comprised of the following >>ten<<[[five]] ([[5]]>>10<<) voting members: [[the Chairperson of the Commission committee of jurisdiction for the Public Health Trust, or a Commissioner of that committee designated by the committee Chairperson;]] >>all voting Trustees<< [[the Chairperson]] of the Public Health Trust; the Chairperson of the Board of County Commissioners or a Commissioner designated by the Chairperson; the Mayor or his or her designee; and the Chairperson of the Miami-Dade Legislative Delegation or another member of the delegation appointed by

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Chairperson of the Miami-Dade Legislative Delegation. The Chairperson of the Trust shall ~~>>chair the Nominating Council.~~
~~<< [[not-serve-on-the-Nominating-Council-w]] >>W<<hen being~~
~~considered for reappointment>>,<< [[and-shall-appoint-a]] >>any~~
~~voting<<Trustee >>under consideration shall absent himself or~~
~~herself from the Nominating Council meetings during the~~
~~discussions on the reappointment and shall not vote on, or~~
~~participate in any way, in said matter<< [[to-replace-him-or-her]].~~
 The ~~[[County-Manager]] >> Mayor<<~~ and the County Attorney shall provide appropriate staff support to the Council. The sole function of the Nominating Council shall be to solicit, screen ~~>>(including, but not limited to, reference reviews and background screening of each nominee)<<~~, interview and recommend for appointment the best qualified candidate for each vacancy on the Trust Board. The membership of the Board of Trustees should be representative of the community at large and should reflect the racial, gender, ethnic and disabled make-up of the community. The Council should consider the most current demographic statistics from Miami-Dade County. Said Council and the procedures under which it will operate shall be approved by the Board of County Commissioners. All meetings of the Nominating Council shall be audio recorded and minutes of the proceedings shall be transcribed and maintained by the Clerk of the Board of the County Commission. ~~[[Prior to September 1st of each year, the Nominating Council shall submit to the Commission a list of nominees containing a total number of names which is equal to one (1) nominee for each vacancy on the Trust Board plus two (2) additional nominees. The Commission shall select and appoint the voting trustees from the list of nominees submitted by the Nominating Council.]]~~

>>(2) The Commission may ratify appointment of the remaining Voting Trustees as follows: One (1) member of the Trust Board shall be designated by the Mayor in writing, and a copy thereof shall be filed with the Clerk of the Commission; one (1) member of the Trust Board shall be designated by the Chairperson of the Miami-Dade Legislative Delegation in writing, and a copy thereof shall be filed with the Clerk of the Commission. Upon receipt of any written designation to fill a designated vacancy by the Mayor or the Chairperson of the Miami-Dade Legislative Delegation, the Clerk of the Commission shall serve copies on the Nominating Council. The Nominating Council shall conduct reference reviews and background screening for each designee. Upon completion, the Council shall submit the results to the Clerk of the Commission. The Clerk shall serve copies of the written designations and the

review and screening results to the Commission. The designations then shall be presented at the next regularly scheduled Commission meeting for review. Absent any disapproval at the next regularly scheduled Commission meeting, the designees shall be deemed ratified by the Commission and shall be deemed appointed to the Trust Board.

(3) At anytime that the Commission has established a Financial Recovery Board under Section 25A-9(c)(5) herein, then upon expiration thereof, the members of the Recovery Board shall become the Voting Trustees of the reestablished Board of Trustees. The Nominating Council shall convene not less than ninety (90) days prior to the conclusion of the tenure of Financial Recovery Board for the purpose of assigning the members of the expiring Recovery Board to staggered initial terms as voting members of the reestablished Board of Trustees and submitting said assignments to the Commission for ratification and appointment by resolution. The Nominating Council shall stagger the initial terms for the voting members of the reestablished Board of Trustees as follows: (i) one (1) voting member designated by the Nominating Council shall serve an initial term of four (4) years; (ii) two (2) voting members designated by the Nominating Council shall serve an initial term of three (3) years; (iii) two (2) voting members designated by the Nominating Council shall serve an initial term of one (1) year; and (iv) the two (2) voting members designated by the Mayor or Miami-Dade Legislative Delegation shall serve an initial term of two (2) years each. Voting members appointed to the reestablished Board of Trustees for a term of less than three (3) years shall remain eligible to serve three (3) consecutive and complete terms of two (2) years. Voting members appointed to an initial term of three (3) or more years shall be eligible to serve one (1) additional term of three (3) years. <<

In the event of a vacancy during the term of a voting Trustee, the Trust shall notify the Commission of the vacancy and shall request that it be filled as part of the annual appointment process or by special convening of the Public Health Trust Nominating Council.

A Trustee may be removed by a majority vote of the Board of County Commissioners for cause.

(e) *Tenure of Trustees.* ~~[[The]]>>Three (3) of the<< voting Trustees >>designated by the Nominating Council<< shall serve staggered terms of three (3) years each. [[No]]>>Said<< voting Trustee>>s<< shall be permitted to serve >>no<< more than~~

~~[[three]]>>two<< ([[3]]>>2<<)~~ consecutive and complete terms of three (3) years each. >>The remaining voting Trustees shall serve staggered terms of two (2) years each. Said voting Trustees shall be permitted to serve no more than three (3) consecutive and complete terms of two (2) years each.<< ~~[[Subsequent to September 1, 2003, no voting Trustee shall be permitted to serve more than two (2) consecutive and complete terms of three (3) years each, provided however, that this six-year term limitation shall not apply to incumbent voting Trustees appointed prior to September 1, 2003. The Board of County Commissioners, by a two-thirds (2/3) vote of its members, then in office, may waive this term limitation requirement.]]~~ The term of a ~~[[Commissioner]]>>designee of the Mayor<<~~ shall be coterminous with the term of the appointing ~~[[Commission Chairperson]]~~ >>Mayor<< and until the successor ~~[[Commission Chairperson]]>>Mayor<<~~ replaces the ~~[[Commissioner]]>>designee.~~ The term of a designee of the Miami-Dade Legislative Delegation shall be coterminous with the term of the appointing Chairperson of the Miami-Dade Legislative Delegation and until the successor Chairperson replaces the designee<<.

* * *

Section 2. Section 25A-9 of the Code of Miami-Dade County, Florida, is hereby amended to read as follows:

Sec. 25A-9. - Financial Sustainability.

It is the intent of the Commission to promote, protect, maintain, and improve the health and safety of all residents and visitors of Miami-Dade County through a fully functioning and sustainable public health trust.

* * *

(c) *Assistive measures.* Upon notification by the Trust or another party that one or more of the conditions in Subsection (a) have occurred or likely will occur, the Commission shall determine whether the Trust needs assistance to resolve or prevent the condition. If assistance is needed, the Commission may implement assistive measures which may include any one, or any combination of, the following:

* * *

(5) *Financial Recovery Board.* The Commission may establish a Financial Recovery Board ("Recovery Board"). The County Commission's determination to establish a Recovery Board shall be by adoption of a resolution setting forth the time period such Board shall be in existence and the types of Board action which may be vetoed by the Commission and the timetables and procedures for exercise of such veto authority. Actions of the Recovery Board subject to Commission veto shall be filed by the Recovery Board with the Clerk of the County Commission, who shall place same on the next regularly scheduled County Commission agenda for County Commission consideration without the requirement for committee review. Such actions of the Recovery Board shall become effective upon the adjournment of the next regularly scheduled County Commission meeting unless vetoed by an affirmative vote of two-thirds (2/3) of those Commissioners then in office. A County Commission veto of any action taken by the Recovery Board shall be final and determinative.

* * *

During the tenure of the Recovery Board, the provision of Sections 25A-3(d) (Appointment and removal of Trustees), and 25A-3(e) (Tenure of Trustees), herein shall not apply. The Application of Sections 25A-3(d) and 25A-3(e), herein shall commence on the conclusion of the tenure of the Recovery Board. The Nominating Council set forth in Section 25A-3(d), herein shall convene in accordance with such section>>, except that the membership shall include all members of the Financial Recovery Board in lieu of the voting Trustees of the Board of Trustees,<< not less than [[one hundred twenty]] >>ninety<< ([[12]]>>9<<0) days prior to the conclusion of the tenure of the Recovery Board for the purpose of [[selecting the voting members required by Section 25A-3(b) (Qualifications), herein]] >>assigning members of the expiring Recovery Board to staggered initial terms as voting members of the reestablished Board of Trustees and submitting said assignments to the Commission for ratification.<<

(ii) *Recovery Board structure.*

(A) *Composition and Qualifications.* The Recovery Board shall be composed of seven (7) voting members, none of whom shall be an employee of the Trust. Each member of the Recovery Board

shall be a United States citizen and a permanent resident and duly qualified elector of Miami-Dade County, unless the Commission waives the residency requirement in its discretion. Each member of the Recovery Board shall be of an outstanding reputation of integrity, responsibility and commitment to serving the community.

Each member of the Recovery Board shall have experience in hospital operations, management, finance, business or other experience relevant to the Recovery Board's duties and responsibilities. No member of the Recovery Board shall have any conflict of interest, as defined in the Conflict of Interest Ordinance, with the Trust or its designated facilities. Members of the currently sitting Board of Trustees, or former Board of Trustees members, who meet the qualifications provided herein, may be nominated to serve on the Recovery Board. A member of the Recovery Board may be removed for cause by a majority vote of the Board of County Commissioners.

* * *

(D) Term. The Recovery Board shall serve for no longer than twenty-four (24) months, or such shorter or longer period of time as determined by resolution of the Commission. The Recovery Board may recommend shortening or lengthening its tenure by submitting to the Commission a duly enacted resolution of the Recovery Board. The Commission shall consider any such resolution, however, the Commission shall be under no obligation to take affirmative action upon the recommendation. The Commission may consider, among other factors, whether the conditions specified in Subsection (a) have resolved, or are likely to resolve promptly, when determining whether to shorten or lengthen the Recovery Board's term. Upon conclusion of the term of the Recovery Board, the Board of Trustees shall be reestablished. >>The initial appointments to the reestablished Board of Trustees shall include all members of the expiring Recovery Board. Each voting Trustee shall serve the terms they are appointed to in accordance with Section 25A-3(d) (Appointment and removal of Trustees). Following the reestablishment of the Board of Trustees, all subsequent vacancies shall be addressed<< in accordance with the nominating process set forth in Sections 25A-3(d) (Appointment and removal of Trustees) and 25A-9(c)(6) (Financial sustainability), herein.

* * *

Section 3. This ordinance shall supersede those provisions of any existing ordinance, resolution or policy in conflict herewith.

Section 4. If any section, subsection, sentence, clause or provision of this ordinance is held invalid, the remainder of this ordinance shall not be affected by such invalidity.

Section 5. It is the intention of the Board of County Commissioners, and it is hereby ordained that the provisions of this ordinance, including any sunset provision, shall become and be made a part of the Code of Miami-Dade County, Florida. The sections of this ordinance may be renumbered or relettered to accomplish such intention, and the word "ordinance" may be changed to "section," "article," or other appropriate word.

Section 6. This ordinance shall become effective ten (10) days after the date of enactment unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

PASSED AND ADOPTED:

Approved by County Attorney as
to form and legal sufficiency:

Prepared by:

Eugene Shy, Jr.
Valda Clark Christian

Prime Sponsor: Chairman Joe A. Martinez
Co-Sponsors: Commissioner Lynda Bell
Commissioner Esteban L. Bovo, Jr.
Commissioner Jose "Pepe" Diaz
Commissioner Barbara J. Jordan
Commissioner Rebeca Sosa

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